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**POWER OF ATTORNEY TO PROSECUTE APPLICATIONS BEFORE THE USPTO**

I hereby revoke all previous powers of attorney given in the application identified in the attached statement under 37 CFR 3.73(b).

I hereby appoint:

Practitioners associated with the Customer Number: 90665

OR

Practitioner(s) named below (if more than ten patent practitioners are to be named, then a customer number must be used):

Name	Registration Number	Name	Registration Number

as attorney(s) or agent(s) to represent the undersigned before the United States Patent and Trademark Office (USPTO) in connection with any and all patent applications assigned only to the undersigned according to the USPTO assignment records or assignment documents attached to this form in accordance with 37 CFR 3.73(b).

Please change the correspondence address for the application identified in the attached statement under 37 CFR 3.73(b) to:

The address associated with Customer Number: 90665

OR

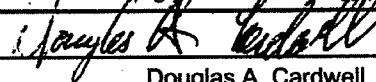
<input type="checkbox"/> Firm or Individual Name			
Address			
City	State	Zip	
Country			
Telephone	Email		

Assignee Name and Address:

Aptina Imaging Corporation  
 Walker House, 87 Mary Street  
 George Town, Grand Cayman KY1-9022, Cayman Islands

**A copy of this form, together with a statement under 37 CFR 3.73(b) (Form PTO/SB/96 or equivalent) is required to be filed in each application in which this form is used. The statement under 37 CFR 3.73(b) may be completed by one of the practitioners appointed in this form if the appointed practitioner is authorized to act on behalf of the assignee, and must identify the application in which this Power of Attorney is to be filed.**

**SIGNATURE of Assignee of Record**  
 The individual whose signature and title is supplied below is authorized to act on behalf of the assignee

Signature		Date	10/15/09
Name	Douglas A. Cardwell	Telephone	408-660-2720
Title	See Attached Power by Resolution		

This collection of information is required by 37 CFR 1.31, 1.32 and 1.33. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 3 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

**APTINA IMAGING CORPORATION**  
(the "Company")

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**WRITTEN RESOLUTIONS OF THE SOLE DIRECTOR  
OF THE COMPANY DATED 10 JULY 2009**

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**1. PATENT, TRADEMARK AND COPYRIGHT PROSECUTION MATTERS**

**1.1 IT IS RESOLVED that:**

- (a) Mr. Douglas A. Cardwell be and is hereby authorised to execute on behalf of the Company, documents pertaining to the Company's patent, trademark and copyright prosecution matters, including but not limited to documents relating to representation before an examining authority and other prosecution procedures, both in the United States and other countries, upon such terms and conditions as he shall deem necessary or appropriate; and
- (b) the Secretary or sole Director of the Company be and is hereby authorised to certify to the adoption and continued effectiveness of these resolutions.

**2. GENERAL AUTHORISATION**

- 2.1 IT IS RESOLVED** that, in connection with the actions contemplated by the foregoing resolutions, the sole Director, or each of the officers or (if applicable) any attorney or duly authorised signatory of the Company (any such person being an "Attorney" or "Authorised Signatory" respectively) be, and each hereby is, authorised, in the name and on behalf of the Company, to do such further acts and things as the sole Director or any officer or such duly authorised other person shall deem necessary or appropriate in connection with, or to carry out the actions contemplated by, the foregoing resolutions, including to do and perform (or cause to be done and performed), in the name and on behalf of the Company, all such acts and to make, execute, deliver, issue or file (or cause to be made, executed, delivered or filed) with any person including any governmental authority or agency, all such agreements, documents, instruments, certificates, consents and waivers, and all amendments to any such agreements, documents, instruments or certificates, and to pay, or cause to be paid, all such payments, as any of them may deem necessary or advisable to carry out the intent of the foregoing resolutions, the authority for the taking of any such action and the execution and delivery of such of the foregoing to be conclusively evidenced thereby.

**3. RATIFICATION OF PRIOR ACTIONS**

- 3.1 IT IS RESOLVED** that any and all actions of the Company, or of the sole Director or any officer or any Attorney or Authorised Signatory, taken in connection with the actions contemplated by the foregoing resolutions prior to the execution hereof be and hereby are ratified, confirmed, approved and adopted in all respects as fully as if such action(s) had been presented to for approval, and approved by, the sole Director prior to such action being taken.

*K. du Puy*

Aptina Holdings (Cayman) Inc.  
Sole Director

*AUTHORISED PERSON*

ATTACHMENT "A"

IMAGING PATENTS

## Aptina Issued

PATENT NUMBER	FILE NUMBER	TITLE	COUNTRY NAME	ISSUE DATE
7157683	2003-0824.00/US	FORMATION METHOD, APPARATUS AND SYSTEM PROVIDING CONFIGURABLE CURRENT SOURCE FOR IMAGE SENSORS	United States of America	Jan 2, 2007
7164161	2003-0331.00/US	DUAL GATE STRUCTURE FOR IMAGERS AND METHOD OF FORMATION	United States of America	Jan 16, 2007
7166979	1997-1466.01/US	PHOTOGATE WITH IMPROVED SHORT-WAVELENGTH RESPONSE FOR A CMOS IMAGER	United States of America	Jan 23, 2007
7170117	2003-0105.01/US	IMAGE SENSOR WITH IMPROVED DYNAMIC RANGE AND METHOD OF FORMATION	United States of America	Jan 30, 2007
7183531	PBIT-0154.00/US	AMPLIFICATION WITH FEEDBACK CAPACITANCE FOR PHOTODETECTOR SIGNALS	United States of America	Feb 27, 2007
7184284	2003-1218.00/US	CLOSED-LOOP HIGH VOLTAGE BOOSTER	United States of America	Feb 27, 2007
7186964	2002-0308.01/US	DARK CURRENT REDUCTION CIRCUITRY FOR CMOS ACTIVE PIXEL SENSORS	United States of America	Mar 6, 2007
7188036	2003-0087.01/US	INTERNAL BIAS MEASURE WITH ONBOARD ADC FOR ELECTRONIC DEVICES	United States of America	Mar 6, 2007
7189954	2003-0917.00/US	MICROELECTRONIC IMAGERS WITH OPTICAL DEVICES AND METHODS OF MANUFACTURING SUCH MICROELECTRONIC IMAGERS	United States of America	Mar 13, 2007
7190039	2004-0187.00/US	MICROELECTRONIC IMAGERS WITH SHAPED IMAGE SENSORS AND METHODS FOR MANUFACTURING MICROELECTRONIC IMAGERS	United States of America	Mar 13, 2007
7196829	AVGO-0044.00/US	DIGITAL IMAGE SYSTEM AND METHOD FOR COMBINING SENSING AND IMAGE PROCESSING ON SENSOR WITH TWO-COLOR PHOTO-DETECTOR	United States of America	Mar 27, 2007
7199349	PBIT-0154.01/US	AMPLIFICATION WITH FEEDBACK CAPACITANCE FOR PHOTODETECTOR SIGNALS	United States of America	Apr 3, 2007